

Docket No 14-0255

CK# 165025/60-295

**CONTAINS CONFIDENTIAL INFORMATION -
EXHIBIT D**

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE
STATE OF DELAWARE**

RECEIVED

2014 JUL 28 AM 9 02

DELAWARE P.S.C.

**IN THE MATTER OF THE APPLICATION }
OF BLOCK LINE SYSTEMS, LLC }
FOR A CERTIFICATE OF PUBLIC }
CONVENIENCE AND NECESSITY TO }
PROVIDE TELECOMMUNICATIONS }
SERVICES WITHIN THE STATE OF }
DELAWARE (Filed JULY 25, 2014) }**

PSC DOCKET NO -14-0255

**APPLICATION FOR A CERTIFICATE OF
PUBLIC CONVENIENCE AND NECESSITY**

APPLICANT

Block Line Systems, LLC
405 Madison Ave, Suite 2100
Toledo, Ohio 43604
John E. Martin
Ph: 419-724-9881
Fax: 419-724-1704
E-mail: jmartin@telesystems.us

DR
Donna
Vince
Alisa
Connie
Kevin

COUNSEL TO APPLICANT

Todd A. Coomes, Esquire
Richards, Layton & Finger, P.A.
One Rodney Square
Wilmington, DE 19801
Ph: 302-651-7507
Fax: 302-498-7507
E-mail: Coomes@rlf.com

July 25, 2014

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE
STATE OF DELAWARE**

IN THE MATTER OF THE APPLICATION	}	
OF BLOCK LINE SYSTEMS, LLC	}	
FOR A CERTIFICATE OF PUBLIC	}	
CONVENIENCE AND NECESSITY TO	}	PSC DOCKET NO -14-__
PROVIDE TELECOMMUNICATIONS	}	
SERVICES WITHIN THE STATE OF	}	
DELAWARE (Filed JULY 25, 2014)	}	

**APPLICATION FOR A CERTIFICATE OF
PUBLIC CONVENIENCE AND NECESSITY**

BACKGROUND

1. Block Line Systems, LLC ("BLS" OR "Applicant"), a wholly-owned subsidiary of Block Communications, Inc. ("BCI"), submits this Application pursuant to the Commission's Rules for the Provision of Telecommunications Services to obtain the approval of the Delaware Public Service Commission (the "Commission") to provide telecommunication services as a competitive local exchange carrier to business and residential customers in the State.

2. The name and address of the Applicant is as follows:

Block Line Systems, LLC d/b/a Line Systems
405 Madison Avenue, Suite 2100
Toledo, Ohio 43604
Attention: John E. Martin
Tel: 419-724-3860
E-mail: jmartin@telesystem.us

Counsel

Todd A. Coomes, Esquire
Richards, Layton & Finger, P.A.
One Rodney Square
Wilmington, Delaware 19801
Telephone: 302-651-7507

Facsimile: 302-498-7507
E-mail: Coomes@RLF.com

3. BLS is a limited liability company formed under Ohio law for the purpose of operating the assets of Line Systems, Inc. ("LSI"); Infinite Communication, Inc. ("IC") and Magellan Hill Technologies, LLC ("MHT") upon the consummation of the transaction described in THE MATTER OF THE APPLICATION OF BLOCK COMMUNICATIONS, INC. and BLOCK LINE SYSTEMS, LLC FOR APPROVAL UNDER THE PROVISION OF 26 *DEL. C.* § 215 FOR ACQUISITION OF ASSETS OF LINE SYSTEMS, INC., INFINITE COMMUNICATION, LLC AND MAGELLAN HILL TECHNOLOGIES, LLC (PSC Docket No. 14-0240). BLS's address is 405 Madison Avenue, Suite 2100, Toledo, Ohio 43604. A copy of a Certificate of Existence with Status in Full Force and Effect from the State of Ohio is attached hereto as Exhibit A.

4. BLS is a wholly-owned subsidiary of BCI. BCI is a multi-media corporation, operating full-service television stations, low-power television stations, newspapers and cable television systems. BCI has a wholly-owned subsidiary, Buckeye TeleSystems, Inc. ("Buckeye") that provides Competitive Local Exchange Carrier ("CLEC") services in Ohio and Michigan, as well as resold domestic and international interexchange services.

PROPOSED SERVICE AND AUTHORITY REQUESTED

5. BCI and BLS have entered into an Asset Purchase Agreement ("Agreement") with LSI, IC and MHT whereby BLS will acquire certain assets including, for example, operating assets and agreements, certain customer accounts, contracts and agreements, certain vendor agreements and contracts, certain equipment and certain intellectual property from LSI, IC and MHT. As part of the purchase of assets, BLS will receive such assets related to the

provision of local exchange and exchange access by LSI, IC and MHT within Delaware, including their respective CPCNs.

6. Following consummation of the transaction, BLS will offer the competitive local exchange and domestic and internal interexchange services within Delaware as presently offered by LSI, IC and MHT.

7. The transaction is designed to be virtually transparent, with respect to services provided and service rates, to the current customers of LSI, IC and MHT. These customers will be provided with written notice of the transaction as required by applicable federal and state customer notice rules. Upon consummation of the transaction and after completion of the customer transfer, BLS will provide the Assignors' customers with the same services and quality they have come to expect without any immediate change to the service offerings, rates, or terms and conditions.

QUALIFICATIONS OF THE APPLICANT

8. BLS is legally authorized and qualified to do business in the State of Delaware. A copy of BLS's Foreign Corporation Certificate and Certificate of Good Standing issued by the Secretary of State of the State of Delaware are attached to this Application as Exhibit B. The name and address of BLS's registered agent for the service of process within the State of Delaware is:

The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

9. BLS has the financial stability required to ensure the continued provision of local exchange services within Delaware and is led by a strong, experienced group of individuals with

substantial managerial experience in the telecommunications industry and sufficient technical expertise to provide those services.

10. One of BCI's subsidiaries, Buckeye, provides telecommunications services in Ohio and Michigan today. These services have been provided since 1996 pursuant to authorization granted by the Ohio and Michigan Public Service Commissions. BCI has not been denied authority to provide service, been under investigation, fined, or cited for any violation of any consumer protection law or regulation of any state or federal jurisdiction.

11. BLS and its parent BLS have superior technical and managerial qualifications to provide and maintain successful operations within the State of Delaware and to ensure the continued provision of quality services to Delaware consumers. Further, as part of the transaction, BLS will hire a number of employees from LSI including certain key individuals within LSI's senior management to assist in the day-to-day technical and commercial operations, including its Chief Executive Officer, Michael Miller, and its Chief Operating Officer, Kevin McGeary. As demonstrated by the brief biographies attached hereto as Exhibit C, the management team has and will have extensive management and business experience in telecommunications-related businesses. These individuals are highly qualified to manage the operations of BLS within the State of Delaware. The Applicant has the financial stability required to ensure the continued provision of services within Delaware. Provided under seal are copies of the Consolidated Financial Statements of BCI and Subsidiaries for Years Ended December 31, 2013, 2012 and 2011, attached hereto as Exhibit D.

12. Attached as Exhibit E is a Performance Bond issued in favor of the Commission in the amount of \$10,000 as required by the rules and regulations of the Commission for a holder of a CPCN.

REGULATORY TREATMENT

13. BLS elects to provide competitive services within the State of Delaware pursuant to Title 26 Delaware Code, Chapter 1, Subchapter VII-A.

14. BLS will comply with all Delaware statutes and with the Orders of the Commission and the Commission's Rules for the Provision of Telecommunications Services, unless the application of such is waived by the Commission, or is preempted by the rules of the Federal Communications Commission or federal statutes.

15. As a provider of competitive telecommunications services within the State of Delaware, BLS respectfully requests that it be subject to no greater regulation than that applicable to other competitive telecommunications carriers.

REQUEST FOR WAIVERS

16. 26 *Del. C.* § 208 would require that BLS establish and maintain a business location within the State of Delaware for the sole purpose of maintaining copies of books and business records for its Delaware operations, and in so doing, would impose on the Applicant a significant additional burden and business expense. Accordingly, BLS respectfully requests permission to keep the books, records, accounts, papers and memoranda relating to its Delaware operations with the books and business records at its offices in Pennsylvania at 1645 West Chester Pike, West Chester, PA 19382. BLS will maintain an authorized agent for service of process within the State of Delaware, and agrees to furnish to the Commission certified copies

of its books, accounts, papers, records and memoranda relating to its Delaware operations, at its sole expense, as required by the Commission.

CONCLUSION

17. Applicant respectfully requests that the Delaware Public Service Commission grant it a CPCN to operate as a competing telecommunications service provider and authority to provide its services within the State of Delaware.

RICHARDS, LAYTON & FINGER, P.A.

A handwritten signature in black ink, appearing to read 'T. A. Coomes', is written over a horizontal line.

Todd A. Coomes (#4694)
One Rodney Square
920 North King Street
Wilmington, DE 19801
(302) 651-7700

Attorneys for Applicant

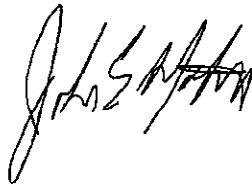
Dated: July 25, 2014

VERIFICATION

STATE OF OHIO }
 ss }
CITY OF Toledo }

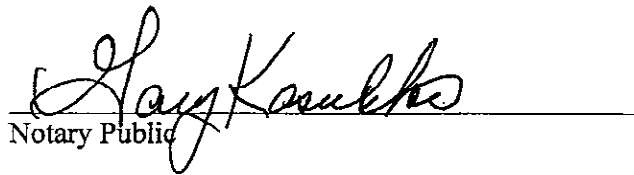
Personally appeared before the undersigned, an officer duly authorized to administer oaths, John E. Martin, who first being duly sworn, disposes and says that the undersigned is an authorized officer of Block Line Systems, LLC Applicant in this Application, that the undersigned has read the same and knows the contents thereof, and that the statements made herein are true to the best of the undersigned's knowledge and belief.

BLOCK LINE SYSTEMS, LLC



BY: JOHN E. MARTIN

SWORN TO AND SUBSCRIBED before me, a Notary Public for the State of Ohio, on the 25th day of July, 2014.


Notary Public

GARY KASUBSKI
Notary Public, State of Ohio
My Commission Expires 2-28-2018

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE
STATE OF DELAWARE**

STATE OF DELAWARE

IN THE MATTER OF THE APPLICATION	}	
OF BLOCK LINE SYSTEMS, LLC	}	
FOR A CERTIFICATE OF PUBLIC	}	
CONVENIENCE AND NECESSITY TO	}	PSC DOCKET NO -14-__
PROVIDE TELECOMMUNICATIONS	}	
SERVICES WITHIN THE STATE OF	}	
DELAWARE (Filed JULY --, 2014)	}	

NOTICE OF FILING

Block Line Systems, LLC, pursuant to the Rules and Regulations of the Public Service Commission ("Commission"), hereby submits this Notice of Filing.

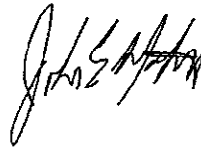
Applicant has filed with the Commission an application for a certificate of public convenience and necessity to allow it to provide telecommunications services in Delaware (the "Application"). The Application contains all the information necessary to meet the Commission requirements, including but not limited to, a description of the proposed services. A redacted copy of the Application is available for review at the Commission Office, 861 Silver Lake Blvd., Cannon Building, Suite 100, Dover, Delaware 19904. Furthermore, a redacted copy of the Application will be served at the request of a party or the Commission.

Requests for copies of the Application may be made to:

Todd A. Coomes, Esquire
Richards, Layton & Finger, P.A.
One Rodney Square, Suite 200
Wilmington, DE 19801
Ph: 302-651-7500
Fax: 302-498-7507
E-mail: Coomes@rlf.com

***CONTAINS CONFIDENTIAL INFORMATION -
EXHIBIT D***

Respectfully submitted,

A handwritten signature in black ink, appearing to read "John E. Martin". The signature is stylized with a large initial "J" and a cursive "E".

By:

John E. Martin, President

Date: July 25, 2014

CERTIFICATE OF SERVICE

I hereby certify that on this 25th day of July, 2014, I caused to be served a copy of the foregoing Application upon the following as indicated:

VIA HAND DELIVERY (Original and 10 Copies)

Alisa Bentley, Secretary
Delaware Public Service Commission
Suite 100, Cannon Building
861 Silver Lake Blvd.
Dover, Delaware 19904

VIA HAND DELIVERY

David L. Bonar
Public Advocate
Division of the Public Advocate
John G. Townsend Building
401 Federal Street, Suite 3 (SOS)
Dover, Delaware 19901

Regina Iorii, Esq.
Deputy Attorney General
Delaware Department of Justice
820 North French Street, 6th Floor
Wilmington, DE 19801

A handwritten signature in black ink, appearing to read 'TAC', is written over a horizontal line.

Todd A. Coomes (#4694)

EXHIBIT A

**CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING
ISSUED BY THE SECRETARY OF STATE
OF THE
STATE OF OHIO**

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show BLOCK LINE SYSTEMS, LLC, an Ohio For Profit Limited Liability Company, Registration Number 2302772, was organized within the State of Ohio on June 11, 2014, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 1st day of July, A.D. 2014.*

A handwritten signature in black ink that reads "Jon Husted".

Ohio Secretary of State

Validation Number: 201418201173

EXHIBIT B

**FOREIGN CORPORATION CERTIFICATE
AND
GOOD STANDING CERTIFICATE
ISSUED BY THE SECRETARY OF STATE
OF THE
STATE OF DELAWARE**

Delaware

PAGE 1

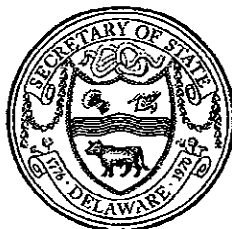
The First State

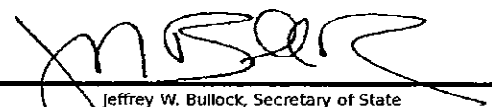
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF REGISTRATION OF "BLOCK LINE SYSTEMS, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2014, AT 4:07 O'CLOCK P.M.

5561914 8100

140908546

You may verify this certificate online
at corp.delaware.gov/authver.shtml



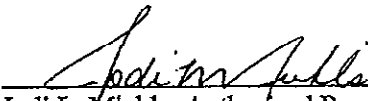

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1504291

DATE: 07-02-14

**CERTIFICATE OF REGISTRATION
OF A FOREIGN LIMITED LIABILITY COMPANY**

1. The name in which the foreign limited liability company is registering in the State of Delaware is Block Line Systems, LLC.
2. The foreign limited liability company was originally formed in the State of Ohio on June 11, 2014.
3. The purpose of the foreign limited liability company is to provide telecommunication services.
4. The name and address of the registered agent in the State of Delaware is: The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801.
5. The date the foreign limited liability company first transacted business in the state of Delaware is upon registration in the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Registration of a Foreign Limited Liability Company this 27th day of June, 2014.


Jodi L. Miehl, Authorized Representative

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLOCK LINE SYSTEMS, LLC" IS DULY REGISTERED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JULY, A.D. 2014.

5561914 8300

140958988

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1538664

DATE: 07-16-14

EXHIBIT C

SUMMARY OF EXPERIENCE OF OFFICERS & PERSONNEL

EXHIBIT C

SUMMARY OF EXPERIENCE OF OFFICERS & PERSONNEL

The Officers of Block Line Systems, LLC are:

Allan Block	Chairman
John Martin	President
Jodi Miehl	Secretary/Treasurer

Allan Block is a multi-media executive. He is the Chairman of the Board and Chairman of the Executive Committee of BCI. Mr. Block also is the Director/Chairman of several subsidiary companies within BCI including Buckeye Cablevision Inc., Buckeye, Toledo Blade Company, PG Publishing Company, Independence Television Company, Lima Communications Corporation, Idaho Independent Television, Inc., WAND-TV Partnership and BLS. Mr. Block presently serves as a member of the Board of Directors for the American Cable Association, C-SPAN, and the Toledo Museum of Art. He is a graduate of the University of Pennsylvania.

Jodi Miehl is a graduate of The Ohio State University and the Chief Financial Officer of BCI. Ms. Miehl is a certified public accountant in the State of Ohio. Ms. Miehl has been an executive with BCI for 14 years. Before coming to BCI, Ms. Miehl was with the public accounting firm of Ernst & Young.

John E. Martin is currently the President of Buckeye. Mr. Martin has held that position for 3 years. Mr. Martin was previously the Vice-President of Sales/Marketing and Customer Service for Buckeye for 17 years. Mr. Martin is the President of BLS. Prior to coming to Buckeye, Mr. Martin spent 10 years in the industry with Cellular One and Cabletel. Mr. Martin holds his degree from Mount Pleasant College.

Michael Miller, co-founder and managing partner of Line Systems, Inc. ("LSI") (a Competitive Local Exchange Carrier and resale toll provider), brings more than 25 years of a distinguished track record of entrepreneurial success and executive leadership to his role as the Chief Executive Officer of LSI. Mr. Miller managed the strategic direction, growth strategies, and many of the day to day operations of LSI and will continue to provide this assistance and input into the new operations of BLS. In addition to his experience with LSI, in the late 1980s, Mr. Miller was Executive Vice President of Automatic Telephone Systems, a payphone service provided in four states.

Kevin McGeary, who brings more than 20 years of general business experience and leadership in the telecommunications industry to his position as Chief Operating Officer of LSI,

will likewise continue to provide this assistance and input into the new operations of BLS, particularly in the areas of sales and operations strategy. Mr. McGeary also ran two companies operating in the telecommunications market place. The first company was a sales agency that represented a number of telecommunications service providers to market their products and services to business customers throughout the United States. The second business offered telecommunications, data consulting, and audit services to enterprise customers in the Northeastern United States.

EXHIBIT E

PERFORMANCE BOND

PUBLIC SERVICE COMMISSION
INDEMNITY BOND
to the
PEOPLE OF THE STATE OF DELAWARE

BOND NO. 08811133

We, Block Line Systems, LLC

405 Madison Avenue, Suite 2100, Toledo, OH 4304

Principal and applicant for a Certificate of Public Convenience to provide resold intrastate interexchange telecommunications service including operator services within the State of Delaware, and The Fidelity and Deposit Company of Maryland, surety licensed to do business in the State of Delaware, bind ourselves unto the Public Service Commission of the State of Delaware, as Oblige, in the penal sum of Ten Thousand and 00/100 (\$10,000.00) DOLLARS.

The total aggregate liability under this bond is limited to Ten Thousand and 00/100 (\$10,000.00) DOLLARS.

The conditions of this obligation are such that principal shall in all respects fully and faithfully comply with all applicable provisions of the Public Service Commission. This obligation shall be used to return customer deposits and advance payments to individuals who have paid for the intrastate telecommunication services of the principal if the principal is unable to provide such service or return the deposits and advance payments to its customers. Within forty-eight (48) hours of such event, principal shall provide to insurer a list of customer deposits accounts codes it believes to be outstanding in the State of Delaware together with the remaining balances. Bond agent agrees to act as administrator of the funds and to distribute remaining account balances to the cardholders who request refunds in writing.

This bond shall take effect as of the date hereon and shall remain in force and effect until the surety is released from liability by the written order of the Public Service Commission, provided that the surety may cancel this Bond and be relieved of further liability hereunder by delivering thirty (30) days' written notice to the Public Service Commission. Such cancellation shall not effect any liability incurred or accrued hereunder prior to the termination of said thirty (30) day period. The principal will promptly reissue a bond before the end of the thirty-day period for an amount equal to or greater than the value of this instrument unless the parties agree otherwise.

Dated this July 15, 2014.

ATTEST:

Block Line Systems, LLC

PRINCIPAL

BY: *[Signature]*

TITLE: SECRETARY

ATTEST:

Fidelity and Deposit Company of Maryland

SURETY

BY: *Vicki S. Duncan*

TITLE: Vicki S. Duncan, Attorney-In-Fact

**ZURICH AMERICAN INSURANCE COMPANY
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY
FIDELITY AND DEPOSIT COMPANY OF MARYLAND
POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS: That the ZURICH AMERICAN INSURANCE COMPANY, a corporation of the State of New York, the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, a corporation of the State of Maryland, and the FIDELITY AND DEPOSIT COMPANY OF MARYLAND a corporation of the State of Maryland (herein collectively called the "Companies"), by THOMAS O. MCCLELLAN, Vice President, in pursuance of authority granted by Article V, Section 8, of the By-Laws of said Companies, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, do hereby nominate, constitute, and appoint William M. WOLFF, Vicki S. DUNCAN, Joanne Beckett MCGUIRE, Michael M. HYLANT and Judy K. WILSON, all of Toledo, Ohio, EACH its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver, for, and on its behalf as surety, and as its act and deed: any and all bonds and undertakings, and the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Companies, as fully and amply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the ZURICH AMERICAN INSURANCE COMPANY at its office in New York, New York., the regularly elected officers of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at its office in Owings Mills, Maryland., and the regularly elected officers of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at its office in Owings Mills, Maryland., in their own proper persons.

The said Vice President does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article V, Section 8, of the By-Laws of said Companies, and is now in force.

IN WITNESS WHEREOF, the said Vice-President has hereunto subscribed his/her names and affixed the Corporate Seals of the said ZURICH AMERICAN INSURANCE COMPANY, COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, and FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 20th day of February, A.D. 2014.

ATTEST:

**ZURICH AMERICAN INSURANCE COMPANY
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY
FIDELITY AND DEPOSIT COMPANY OF MARYLAND**



Gregory E. Murray

By:

*Assistant Secretary
Gregory E. Murray*

Thomas O. McClellan

*Vice President
Thomas O. McClellan*

State of Maryland
City of Baltimore

On this 20th day of February, A.D. 2014, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, THOMAS O. MCCLELLAN, Vice President, and GREGORY E. MURRAY, Assistant Secretary, of the Companies, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and acknowledged the execution of same, and being by me duly sworn, depose and saith, that he/she is the said officer of the Company aforesaid, and that the seals affixed to the preceding instrument are the Corporate Seals of said Companies, and that the said Corporate Seals and the signature as such officer were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.

Maria D. Adamski

*Maria D. Adamski, Notary Public
My Commission Expires: July 8, 2015*



EXTRACT FROM BY-LAWS OF THE COMPANIES

"Article V, Section 8, Attorneys-in-Fact. The Chief Executive Officer, the President, or any Executive Vice President or Vice President may, by written instrument under the attested corporate seal, appoint attorneys-in-fact with authority to execute bonds, policies, recognizances, stipulations, undertakings, or other like instruments on behalf of the Company, and may authorize any officer or any such attorney-in-fact to affix the corporate seal thereto; and may with or without cause modify or revoke any such appointment or authority at any time."

CERTIFICATE

I, the undersigned, Vice President of the ZURICH AMERICAN INSURANCE COMPANY, the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, and the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that Article V, Section 8, of the By-Laws of the Companies is still in force.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the ZURICH AMERICAN INSURANCE COMPANY at a meeting duly called and held on the 15th day of December 1998.

RESOLVED: "That the signature of the President or a Vice President and the attesting signature of a Secretary or an Assistant Secretary and the Seal of the Company may be affixed by facsimile on any Power of Attorney...Any such Power or any certificate thereof bearing such facsimile signature and seal shall be valid and binding on the Company."

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at a meeting duly called and held on the 5th day of May, 1994, and the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seals of the said Companies,
this 15th day of July, 2014.



Geoffrey Delisio

Geoffrey Delisio, Vice President

Nº 1942 P

Annual Continuation Fee
\$25.00

State of Delaware



Department of Insurance

Certificate of Authority to Insurance Company

This Certifies that subject to and in accordance with the laws of this State,
The FIDELITY AND DEPOSIT COMPANY OF MARYLAND.
Charles and Lexington Streets, Baltimore, Maryland 21201
of Mailing: P.O. Box 1227, Baltimore, Maryland 21203

Incorporated or Organized on October 14, 1980 in Maryland
as a Stock insurer is hereby authorized to transact the business of

Property, Surety, Marine & Transportation, Casualty, including:
Liability, Vehicle, Burglary & Theft, Personal Property Floater,
Glass, Boiler & Machinery, Workmen's Compensation & Employers'
Liability, Leakage & Fire Extinguisher Equipment, and Elevator

AMENDED 10/26/83 To Include: Credit

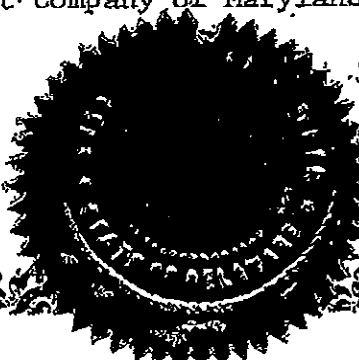
Insurance within the State of Delaware as such classes are now or may hereinafter be defined. This Certificate of Authority is the property of the State of Delaware and shall continue in force until terminated, suspended or revoked, subject to requirements for continuation by or on March 1 annually as set forth in the Insurance Laws of the State of Delaware. Company Originally Admitted May 10, 1905; Effective January 1, 1982 Fidelity & Deposit Company of Maryland merged into F & D Company of Maryland, the survivor who changed its name to Fidelity and Deposit Company of Maryland hereunto set my hand and official seal, at Dover, IN WITNESS WHEREOF, I have

this 1st day of January, 1982

David N. Ellett

INSURANCE COMMISSIONER

Stanley R. Higgins, Rtu
DEPUTY INSURANCE COMMISSIONER



Todd A. Coomes
302-651-7507
Coomes@rlf.com

✓
**RICHARDS
LAYTON &
FINGER**
Attorneys at Law

RECEIVED

2014 JUL 28 AM 9 02

DELAWARE P.S.C.

July 25, 2014

Delaware Public Service Commission
Suite 100, Cannon Building
861 Silver Lake Boulevard
Dover, DE 19904

**Re: APPLICATION OF BLOCK LINE SYSTEMS, LLC FOR A CPCN TO
PROVIDE TELECOMMUNICATIONS SERVICES**

Dear Commission:

In connection with IN THE MATTER OF THE APPLICATION OF BLOCK COMMUNICATIONS, INC. and BLOCK LINE SYSTEMS, LLC FOR APPROVAL UNDER THE PROVISION OF 26 *DEL. C.* § 215 FOR ACQUISITION OF ASSETS OF LINE SYSTEMS, INC., INFINITE COMMUNICATION, LLC AND MAGELLAN HILL TECHNOLOGIES, LLC (PSC Docket No. 14-0240), enclosed please find an application submitted by Block Line Systems, LLC ("Applicant") for a Certificate of Public Convenience and Necessity to provide telecommunication services as a competitive local exchange carrier to business and residential customers in the State. As part of its application, Applicant is providing commercial or financial information which is of a privileged or confidential nature. Accordingly, pursuant to Rule 1.11 of the Rules of Practice and Procedure of the Delaware Public Service Commission, Applicant requests that the Commission accord confidential treatment to the information and/or documents that Applicant designates as being confidential. The designated confidential information and/or documents are not subject to inspection by either the public or by other parties unless an appropriate proprietary agreement is executed. As such, enclosed please find:

- (1) the original and 10 copies of the application submitted by Applicant, marked as containing confidential information; and
- (2) one copy of the redacted version of the confidential document submitted by Applicant, with an indication that confidential information has been redacted.

Pursuant to Rule 1.11 of the Rules of Practice and Procedure of the Delaware Public Service Commission, Applicant has served on the Commission the unredacted application.

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One Rodney Square ■ 920 North King Street ■ Wilmington, DE 19801 ■ Phone: 302-651-7700 ■ Fax: 302-651-7701

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Delaware Public Service Commission

July 25, 2014

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Applicant also requests that the Commission consider this application and the application submitted in PSC Docket No. 14-0240 together, and agrees to stay any requirement that the Commission consider the application submitted in PSC Docket No. 14-0240 within thirty days from its filing under 26 *Del. C.* § 215.

If you have any questions or concerns regarding the enclosed, please contact me at your earliest convenience.

Sincerely,

A handwritten signature in black ink, appearing to read 'TAC', with a long horizontal flourish extending to the right.

Todd A. Coomes

Enclosures

cc: David L. Bonar
Regina Iorii
Vincent Ikwaugwu